



LOS ANGELES COUNTY DISTRICT ATTORNEY'S OFFICE  
BUREAU OF FRAUD AND CORRUPTION PROSECUTIONS  
PUBLIC INTEGRITY DIVISION

JACKIE LACEY • District Attorney  
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September 10, 2018

Dear Mr. [REDACTED]

We have completed our review of your complaint alleging that the Central City East Board of Directors of the Downtown Industrial Business Improvement District (BID) twice violated of the Ralph M. Brown Open Meeting Act (Brown Act) at its board meeting of February 22, 2018. We examined seven pages of material that you submitted, and a YouTube video that you referenced. ([youtube.com/watch?v=TwbBM92GCW0](https://www.youtube.com/watch?v=TwbBM92GCW0)) We also with the Association's general counsel and reviewed minutes of the meeting. Based on this material, we believe these issues are resolved and will take no further action.

Non-agendized Action on a Contract

At the conclusion of the treasurer's report, the Executive Director spoke about a change in circumstances regarding the BID's trash hauling contract. She reported that due to favorable conditions, the existing contract could be modified and money saved. She asked for a vote to take this action. The Board unanimously voted to take the recommended action. The item was not agendized.

We spoke with the BID's general counsel regarding this action. He stated that the Executive Director asked for this vote although one was unnecessary. The contract in question had already been modified by staff in an administrative action that did not require approval by the Board of Directors. Counsel had temporarily left the room during this portion of the meeting and therefore was not available to inform the Board that no action was required. However, he subsequently informed the Board that the vote was "null and void due to this action representing an administrative change and not requiring Board approval." The minutes of the meeting reflect that advice.

Government Code section 5454.2(a)(3) generally prohibits a legislative body from taking action on an item not listed in its meeting agenda:

(3) No action or discussion shall be undertaken on any item not appearing on the posted agenda, except that members of a legislative body or its staff may briefly respond to statements made or questions posed by persons exercising their public testimony rights

under Section 54954.3. In addition, on their own initiative or in response to questions posed by the public, a member of a legislative body or its staff may ask a question for clarification, make a brief announcement, or make a brief report on his or her own activities. Furthermore, a member of a legislative body, or the body itself, subject to rules or procedures of the legislative body, may provide a reference to staff or other resources for factual information, request staff to report back to the body at a subsequent meeting concerning any matter, or take action to direct staff to place a matter of business on a future agenda.

Here, the Executive Director sought a vote on an item that was not listed on the meeting agenda. However, t staff had already acted upon that item administratively. No vote was necessary and, as subsequently pointed out by counsel, was null and void. Based on our discussion with counsel, we believe this issue is resolved and that no further action is necessary.

Discussion of Promoting the District Economically and Politically

It is also alleged that the BID violated the Brown Act by allowing a discussion initiated by a Board member regarding promotion of the district economically and politically. A second Board member made comments in response. The matter was not listed in the meeting agenda. The Board took no action.

As stated above, Government Code section 5454.2(a)(3) permits . . . "a member of a legislative body or its staff may ask a question for clarification, make a brief announcement, or make a brief report on his or her own activities." The discussion that is at issue seems to fall within this exception. Therefore, we see no basis for taking action.

Thank you for bringing this matter to our attention.

Very truly yours,

JACKIE LACEY  
District Attorney of Los Angeles County

By 

ALAN YOCHELSON  
Head Deputy District Attorney